

EXHIBIT 2



MGBRAUTIGAM
<mgbrautigam@mac.com
>

To: Mary-Helen Perry <mhperry@JonesDay.com>
cc: rrowe@kmklaw.com, dcg@bglaw.com, jcohen@kmklaw.com,
jburke@kmklaw.com, TWBreidenstein@barrettweber.com,
jhg@bglaw.com, jhust@schroederlaw.com
Subject: suggestion

03/16/04 04:25 PM

mary-helen--

i don't see how i can agree to what you propose, for if i did, there would be no reason to take the deposition. you can take some comfort that the thrust of my deposition is how the 2003 restatements affected the 1999 financials, (and beyond) and how the OHSL shareholders were both fraudulently induced to approve the merger and also damaged by provident's improper accounting.

with respect to the specifics of your proposal, it is, in my view, oxymoronic, for the reasons stated above. i can only add that i wish to question on matters that affect the 1999 proxy materials/registration statement and the financials appended to same on liability issues, and provident's financials going forward on damages issues.

if you think further discussion would be fruitful, please let me know.

best, mike b

On Mar 16, 2004, at 2:49 PM, Mary-Helen Perry wrote:

>
> Mike:
>
> We also are interested in resolving the question of the Tuzun
> deposition
> without resort to motion practice. In addition to the proposal that I
> made
> in my March 12, 2004 letter (i.e. to simply put the deposition off
> until
> after the pending motions to dismiss have been decided), let me suggest
> another possibility. If plaintiffs will enter into a stipulated
> protective
> order that limits the scope of Mr. Tuzun's deposition and the subpoena
> duces tecum to the facts and circumstances of the OHSL merger (in other
> words, excluding Provident's financial statements and accounting
> practices,
> the 2003 restatements and E&Y's involvement in the any of the above)
> Ernst
> & Young would withdraw its objection to this deposition going forward
> during the pendency of the PSLRA-mandated stay.
>
> Please let me know your thoughts.
>
> MHP
>

> Mary-Helen Perry
> Jones Day
> 51 Louisiana Ave., N.W.
> Washington, D.C. 20001
> Direct: 202/879-3493
> Fax: 202/626-1700
>
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>
> MGBRAUTIGAM
> <mgbrautigam@mac.com To: jburke@kmklaw.com
>> cc: rrowe@kmklaw.com, dcg@bglaw.com,
>> jcohen@kmklaw.com,
>
> TWBreidenstein@barrettweber.com, jhg@bglaw.com, mhperry@JonesDay.com,
>
> jhust@schroederlaw.com
> 03/16/04 12:09 PM Subject: Re:
> Depositions
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> the depositions should have been subpoenaed as follows:
>
>
> Marilyn Weiland on the 25th @9am
>
> Tayfun Tuzun on the 26th @9am
>
> with respect to howard zoellner, what you propose is acceptable, so
> please consider this email confirmation of same:
>
> Howard Zoellner Wednesday 24 march 2004 @ 10am location: KMK
>
> because mr. mckiernan does not suffer from the same problems as mr.
> zoellner, i suggest it makes sense to do him at our offices. do you
> agree?
>
> finally, with respect to the promised protective order, i am simply
> amazed that anyone would find any reason to so move. ms. weiland is a
> fact witness with intimate knowledge of how the proxy materials were
> put together. mr. tuzun has been submitting affidavits for some time.
> i understand that ms. perry has indicated her belief that the
> deposition should not take place because of the mandatory stay mandated
> by the PSLRA, but such a position simply misses the point: mr. tuzun
> is submitting affidavits relating to the original allegations, i.e.
> that the merger was fraudulently induced.
>
> if there is any way to resolve these potential issues without resorting
> to motion practice, i suggest that we pursue that avenue.
>
> best, mike b
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> On Mar 16, 2004, at 10:22 AM, jburke@kmlaw.com wrote:
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>> I am in receipt of your subpoenas. You have set both the proposed
>> Tuzun deposition and the Wieland deposition for the same time (9:00
>> a.m.) on the same date (March 26). Although I assume that someone will
>> be filing a motion for a protective order regarding the Tuzun
>> deposition, at the very least you need to decide who you plan to
>> depose and at what time on that date. Let us know. Secondly, We need
>> to adjust the Zoellner deposition. His wife now has a doctor's
>> appointment which conflicts with the previously scheduled time of 1:30
>> on Monday 3/22/04. We can still do Tom McKiernan on that date and we
>> probably need to because he is heading out of the country. Howard is
>> available at 10:00 a.m. on Wednesday 3/24/04. Let me know if this
>> works. *****
>> James E. Burke
>> Keating, Muething & Klekamp, P.L.L.
>> 1400 Provident Tower
>> One East Fourth Street
>> Cincinnati, OH 45202
>> Tel: 513-579-6429
>> Fax: 513-579-6457
>> Internet Address: jburke@kmlaw.com
>> Website: www.kmlaw.com
>>
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